

STATEMENT OF COUNSEL PURSUANT TO LOCAL RULES 7.1.1

This is to certify that the subject matter of Motion of the Defendants to Bar Certain Communications of Counsel or, in the Alternative, to Disqualify Counsel has been discussed among counsel for Plaintiffs and Defendants and that such discussions have not given rise to an agreement on the matter set forth in the Motion.

Date: October 14, 2005

/s/ Noel C. Burnham

Noel C. Burnham (DE Bar No. 3483)
Richard M. Donaldson (DE Bar No. 4367)
Montgomery, McCracken, Walker & Rhoads, LLP
300 Delaware Avenue, Suite 750
Wilmington, DE 19801
Telephone: (302) 504-7840
Facsimile: (302) 504-7820

Edward T. Ellis
Robert J. Fitzgerald
Montgomery, McCracken,
Walker & Rhoads, LLP
123 South Broad Street
Philadelphia, PA 19109
(215) 772-1500

Counsel for Defendants